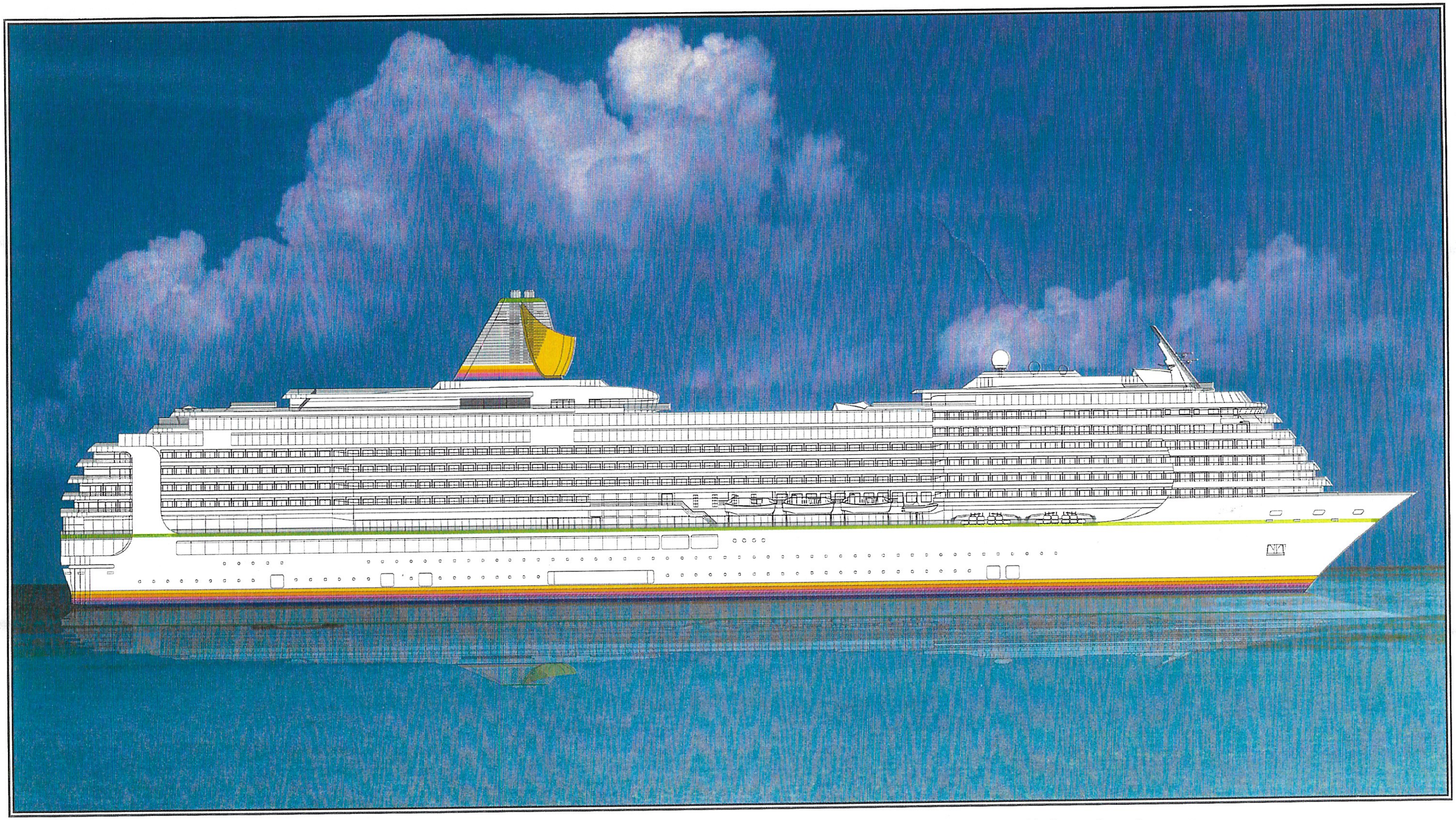
PROJECT AMERICA CRUISE SHIP



Rendering of one of the Project America cruise ships, which will be the largest U.S. cruise ships ever built and the first to be constructed in a U.S. shipyard in more than 40 years.

★ PROJECT AMERICA ★

RE-FLAG

For Immediate Release:
August 10, 1999

Contact: Terri Monaghan
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AMCV ANNOUNCES AGREEMENT TO ACQUIRE HOLLAND AMERICA LINE'S *MS NIEUW AMSTERDAM*

Will Re-Document Vessel Under U.S.-Flag to Sail in Hawaiian Islands as Company Awaits Delivery of Project America Ships Being Built at Ingalls Shipbuilding

Chicago – August 10, 1999 –American Classic Voyages Co. (NASDAQ: AMCV), announced today that it reached an agreement with Holland America Line to purchase the *MS Nieuw Amsterdam* for $114.5 million. The agreement is contingent on a number of conditions expected to be resolved by fall 1999.

Holland America Line, a unit of Carnival Corporation (NYSE: CCL), is expected to transfer the 1,214-passenger cruise ship to AMCV in fall 2000. AMCV intends to re-document the *Nieuw Amsterdam* as a U.S.-flag vessel, with a U.S.-crew, to sail the Hawaiian Islands as part of AMCV's Project America.

Philip C. Calian, president and CEO of AMCV, said, "The acquisition of the *Nieuw Amsterdam* will expand cruising options in Hawaii, offering consumers the highest level of service. The vessel will not only expand cruising opportunities in Hawaii, attracting more cruisers to the state, but also will create approximately 400 new U.S. jobs onboard this ship."

Roderick K. McLeod, president and CEO of Project America, added, "The *Nieuw Amsterdam* is an exciting addition to our Project America program. This cruise ship will offer consumers a new U.S.-flag, U.S.-crewed cruising option, building the market for our two new U.S.-flag 1,900-passenger state-of-the-art cruise ships that will enter service in early 2003 and 2004."

The 704-foot, 33,930-gross-ton *Nieuw Amsterdam* offers the luxuries of a resort hotel with the conveniences of cruising. Its Hawaiian Island itineraries will showcase the natural beauty of the Hawaiian Islands while passengers enjoy nine passenger decks, five lounges, two restaurants, a fully equipped spa and fitness center, two outdoor pools, a 230-seat theater, and a 15-foot-wide teak deck that encircles the Upper Promenade Deck. An estimated one million passengers have sailed on the *Nieuw Amsterdam* since its maiden voyage in 1983.

Project America is the result of the U.S.-Flag Cruise Ship Pilot Project Statute passed by Congress in 1997 (PL 105-56), with the goal of revitalizing the U.S.-flag oceangoing cruise ship fleet. It is expected to create more than 5,000 American jobs, help sustain and modernize the U.S. shipbuilding industrial base, increase U.S. tax revenues, boost Hawaii tourism, and expand consumers' leisure travel opportunities. The Pilot Project Statute was sponsored by Senator Daniel K. Inouye (D-Hawaii) and was supported by the Department of Defense. In March, AMCV contracted with Ingalls Shipbuilding, a division of Litton Ship Systems, in Pascagoula, Miss., for the construction of two 1,900-passenger state-of-the-art cruise ships.

AMCV is the largest owner and operator of U.S.-flag passenger vessels. In addition to Project America, it currently owns and operates two U.S.-flag cruise lines, American Hawaii Cruises and The Delta Queen Steamboat Co., both headquartered in New Orleans, La. With Project America, AMCV plans to more than quadruple its passenger capacity in Hawaii in the next seven to 10 years. It also is significantly expanding its Delta Queen line with the introduction of both a new line of U.S.-built and U.S.-flag small coastal cruise ships to sail America's Eastern and Western seaboards, with the first launching in spring 2001, and the introduction of the Columbia Queen in the Pacific Northwest in April 2000.

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# # #

Project
America

AMERICAN CLASSIC VOYAGES CO.
The Delta Queen Steamboat Co. ★ American Hawaii Cruises

Litton
Ingalls Shipbuilding

NEWS RELEASE

For Immediate Release:
March 10, 1999

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PLANS SET FOR THE LARGEST U.S. CRUISE SHIPS EVER BUILT

AMERICAN CLASSIC VOYAGES CO. AND LITTON'S INGALLS SHIPBUILDING ANNOUNCE SIGNING OF HISTORIC CONTRACT

Construction of the First U.S.-Flag Oceangoing Cruise Ships in More than 40 Years

Miami, FL. – March 10, 1999 – Today at Seatrade, the Annual Convention for the International Cruise Shipping Industry, American Classic Voyages Co. (NASDAQ: AMCV) and Litton Industries' Ingalls Shipbuilding (NYSE: LIT) division presented the details of the Project America contract to build the largest U.S. cruise ships ever built and the first large cruise ships in the United States in more than 40 years.

Under the terms of the Project America contract, which has a potential value of $1.4 billion for up to three ships, Ingalls will initially build two 1,900-passenger U.S.-flag cruise vessels for AMCV, with an option for a third vessel. The base price for the first two vessels, not including incentive payments available to Ingalls, is $880 million. These state-of-the-art luxury cruise ships will cruise among the Hawaiian Islands. The first vessel is scheduled to enter service in early 2003.

Project America is the result of the U.S.-Flag Cruise Ship Pilot Project Statute passed by Congress in 1997 (PL 105-56), with the goal of revitalizing the U.S.-flag oceangoing cruise ship fleet. It is expected to create more than 5,000 American jobs, help sustain and modernize the U.S. shipbuilding industrial base, increase U.S. tax revenues, boost Hawaii tourism, and expand consumers' leisure travel opportunities. The Pilot Project Statute was sponsored by Senator Daniel K. Inouye (D-Hawaii) and was supported by the Department of Defense.

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Phil Calian, president and CEO of AMCV, said, "The signing of the Project America contract is an historic step for both the U.S.-flag cruise industry and our nation's shipbuilding industrial base. Today, we are showing that American shipyards can compete in the construction of modern cruise ships and that the U.S.-flag cruise industry has an exciting future."

"This contract is a vital element of Ingalls' integrated strategic business plan," said Jerry St. Pé, president of Ingalls and senior vice president of Litton Industries. "Of all the commercial ship projects available, cruise ships require a level of complexity, and a mix of skills, most closely matched to those inherent in the building of complex naval vessels, and already available at Ingalls."

Senators Inouye, Trent Lott (R-Miss.), Thad Cochran (R-Miss.), and John Breaux (D-La.), and Representatives Gene Taylor (D, Miss.-5) and Neil Abercrombie (D, Hawaii-1) along with Secretary of the Navy Richard Danzig, Maritime Administrator Clyde J. Hart, Jr., Deputy Maritime Administrator John E. Graykowski, and AMCV Chairman Sam Zell, as well as many other congressional and administration officials and leaders, joined AMCV and Ingalls to highlight Project America's significance to the nation's shipbuilding industry, the U.S.-flag cruise industry, and national security. They also were joined by maritime industry and labor leaders.

"This contract, while important as a stand-alone element of our business base, will significantly enhance Ingalls' competitive posture for future Navy and commercial programs," St. Pé said. "This is a unique opportunity available to our shipyard and U.S. shipbuilding to implement practices and processes required for this and other commercial programs, that also will be a direct benefit to Navy programs for which Ingalls will be competing in the future."

Ingalls delivered the last American-built large cruise ships, ***SS BRASIL*** and ***SS ARGENTINA***, to Moore McCormack Lines in 1958.

Ingalls will perform the contract in a teaming agreement with Kvaerner Masa Shipyards of Turku, Finland, one of the world's most experienced and successful designers and builders of large, modern cruise ships. The European company, under a fixed-price contract to Ingalls, will provide design and planning expertise, and will advise Ingalls on commercial manufacturing techniques.

- MORE -

The Project America contract signing culminates a 10-month bid process involving two other prominent U.S. shipbuilders, and follows an October 1998 letter of intent signed by AMCV and Ingalls Shipbuilding. The contract contains options which could result in up to six ships being built under Project America.

"Our goal at American Classic is to provide passengers a great Hawaiian vacation experience aboard modern U.S.-owned, U.S.-built, U.S.-crewed cruise ships," AMCV's Calian said. "These first two vessels represent the future of the U.S.-flag cruise ship industry."

The two initial ships will be state-of-the-art luxury cruise vessels, each approximately 72,000 gross tons and 840 feet long. The design of the vessels blends the best of Hawaii with the modern luxuries of cruising. Each vessel will feature a four-deck-high atrium, a 1,060-seat dining room, an 840-seat theater, a 590-seat cabaret lounge, and a uniquely Hawaiian outdoor performance stage. Accommodations for 1,900 passengers include 950 cabins, 77 percent of which will be "outside cabins," and 64 percent of which will have private balconies.

The ships will have 85,850 square feet of open deck space, extensive health spa and gymnasium facilities, and 2,100 square feet of conference space. In addition, the upper three decks of the ships are designed to maximize the sense of spaciousness on board and provide passengers with panoramic views of the Hawaiian Islands and the surrounding Pacific Ocean.

Ingalls expects to begin construction of the first ship in 2000. This contract, along with other commercial work and U.S. Navy programs underway in the shipyard or planned for the coming years, will significantly stabilize Ingalls' work force into the 21st century. As many as 2,300 Ingalls employees will be involved in cruise ship work during peak construction periods. Ingalls currently employs 11,300 people.

Ingalls is one of the nation's leading systems companies for the design, engineering, construction, and life cycle support of ships for the U.S. Navy and international navies, and for commercial marine structures of all types. Ingalls has built luxury liners, general cargo vessels, container ships, and tankers for the Merchant Marine Fleet. It also has produced amphibious assault ships, submarine tenders, destroyers, ammunition ships, and nuclear submarines built for the U.S. Navy during the past 60 years.

Litton Industries, headquartered in Woodland Hills, Calif., is a leader in worldwide technology markets and advanced defense, electronic and information systems.

- MORE -

AMCV is the largest owner and operator of U.S.-flag passenger vessels. It owns and operates two U.S.-flag cruise lines, American Hawaii Cruises and The Delta Queen Steamboat Co., both headquartered in New Orleans, La. Currently, AMCV's American Hawaii Cruises creates an authentic Hawaiian experience aboard its steamship, the ***INDEPENDENCE***, on three-, four- and seven-night itineraries visiting up to five ports on four islands. With Project America, AMCV plans to more than quadruple its passenger capacity in Hawaii in the next seven to 10 years.

The Delta Queen Steamboat Co., the oldest U.S.-flag cruise line, offers three- to 14-night vacations through America's heartland aboard its authentic steam paddlewheelers, ***DELTA QUEEN***, ***MISSISSIPPI QUEEN***, and ***AMERICAN QUEEN***.

The Delta Queen Steamboat Co. has announced plans to build a new line of five small coastal cruise ships at a cost of approximately $35 million each. Delta Queen Coastal Cruises will operate along America's Eastern Seaboard, the Pacific Northwest, and Northern California. The first of these 300-foot, 226-passenger vessels is scheduled to launch in the spring of 2001, with the second scheduled to enter service three months later.

# # #

PROJECT AMERICA CRUISE SHIPS INTERIOR AND DECK PLAN HIGHLIGHTS

The new Project America cruise ships will combine the grand signature style of an American ship with the beauty and culture of Hawaii, and state-of-the-art luxuries of modern cruising.

U.S.-built, U.S.-flag Project America vessels will represent the finest American workmanship, along with the tradition of fine American service, entertainment and recreation. The true spirit of Hawaii will be an integral design element of the ships, from the symbolic Hawaiian sail on the stacks to the authentic Hawaiian cultural displays.

To capitalize on the scenic beauty of experiencing Hawaii by sea, 76 percent of the Project America ships' accommodations will be outside staterooms, and 63 percent of all staterooms will have private balconies.

The luxurious 1,900-passenger vessels will maximize the sense of spaciousness on board, including 85,850 square feet of open deck space. The top three decks will provide passengers with 270-degree panoramic views of the Hawaiian islands and the sea. The lanai (open-air verandas) and outdoor performance stages will enhance passengers' enjoyment of Hawaii's temperate climate and environment.

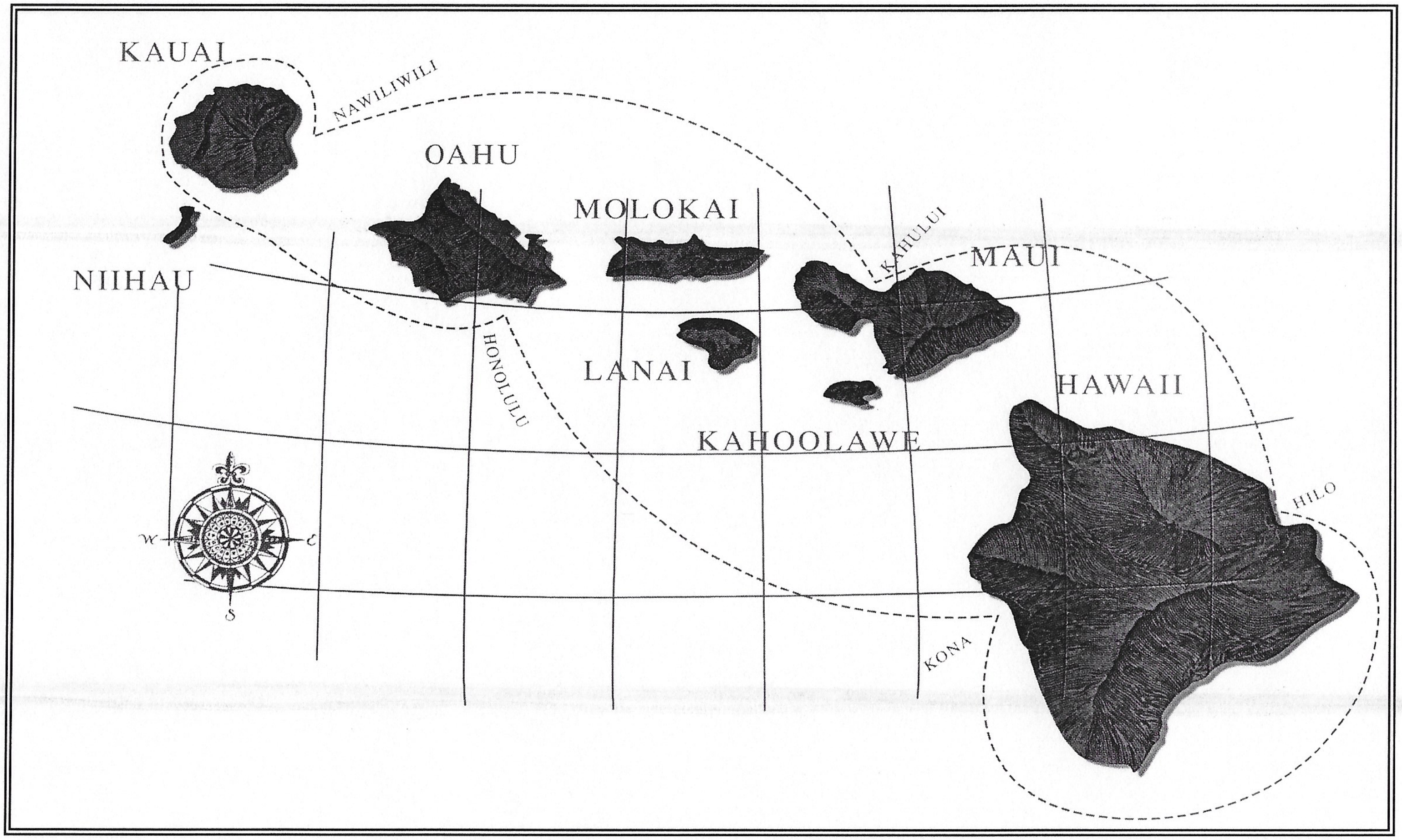
AMENITIES WILL INCLUDE:

- a four-deck Atrium opening to public spaces on Decks 4, 5, 6, and 7;
- a 590-seat Cabaret Lounge on Deck 6;
- an 840-seat Theater on Deck 5;
- a two-story 1,060-seat Dining Room on Decks 5 and 6;
- Pools on Decks 11 and 12;
- extensive Health Spa and Gymnasium facilities on Deck 12;
- 2,100 square feet of Conference Space on Deck 4.

The enclosed renderings show initial visions of the:

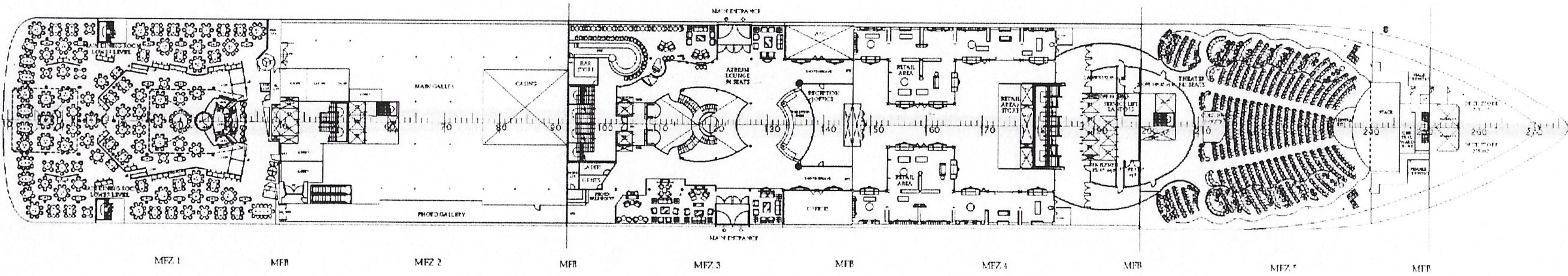
- Atrium
- Main Pool Deck
- Outdoor Performance Stage
- Observation Lounge
- Cabaret, Theater
- Decks 5 & 6

HAWAIIAN ITINERARY


KAUAI
NAWILIWILI
OAHU
MOLOKAI
KAHULUI
MAUI
NIIHAU
HONOLULU
LANAI
HAWAII
KAHOOLAWE
HILO
KONA
W
E
S

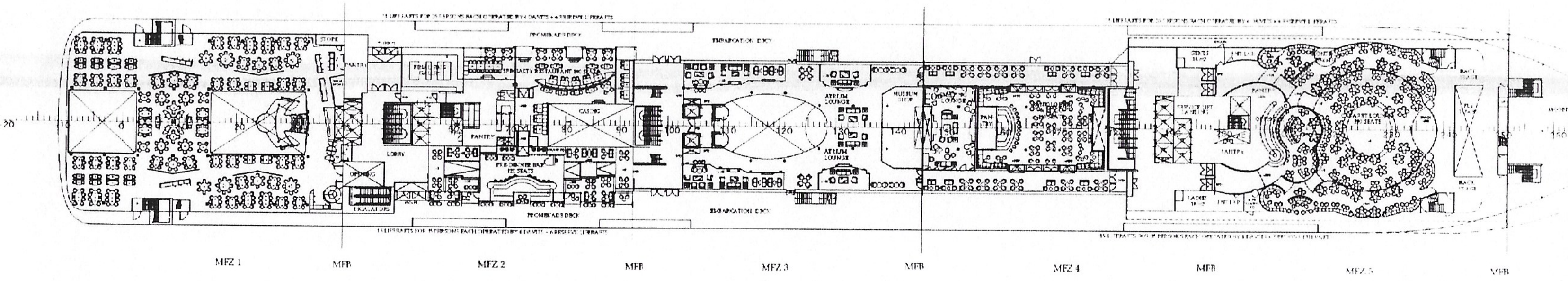
American Classic Voyages Co., the largest owner and operator of U.S. flag cruise vessels, moves full ahead into the new millennium with the design and construction of the biggest U.S. cruise ships in history. Project America ships will offer passengers unique, all-American vacation experiences as they visit four islands and five ports in seven days, year-round.

DECK PLANS


MAIN ENTRANCE
MAIN GALLERY
CASINO
PHOTO GALLERY
ATRIUM LOUNGE
RETAIL AREA
THEATER
MFZ 1
MFB
MFZ 2
MFB
MFZ 3
MFB
MFZ 4
MFB
MFZ 5
MFB
-20
70
80
90
130
140
150
160
170
210
250
270
280
290
300
3556.0
11'-8"

DECK 5

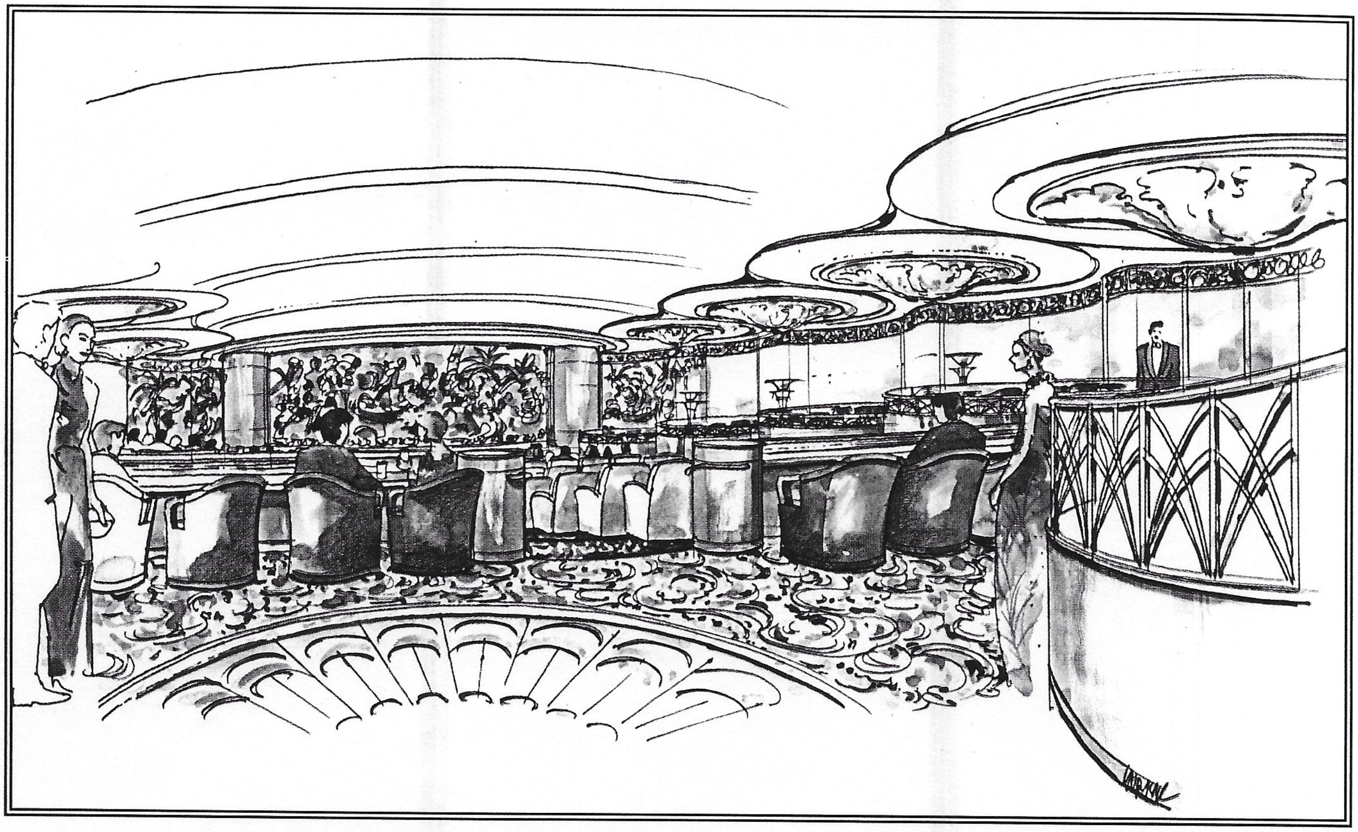
16510.0
54' 2"


PROMENADE DECK
ATRIUM LOUNGE
EMBARKATION DECK
CASINO
LOBBY
PANTRY
MUSEUM
MFZ 1
MFB
MFZ 2
MFB
MFZ 3
MFB
MFZ 4
MFB
MFZ 5
MFB
-20
20
90
100
110
120
130
140
280
290
300
3784.0
12'-5"

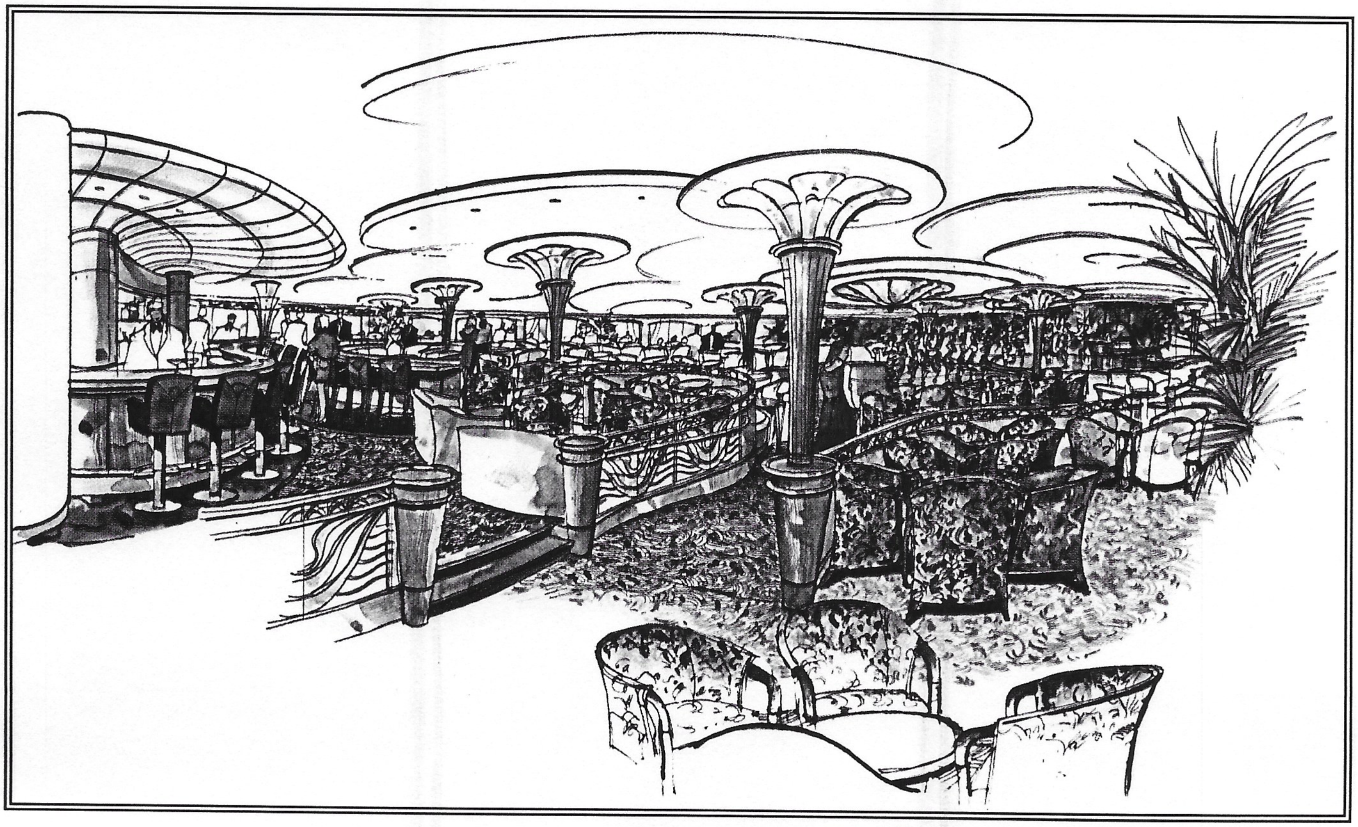
DECK 6

PROMENADE DECK
20660
67' 10"

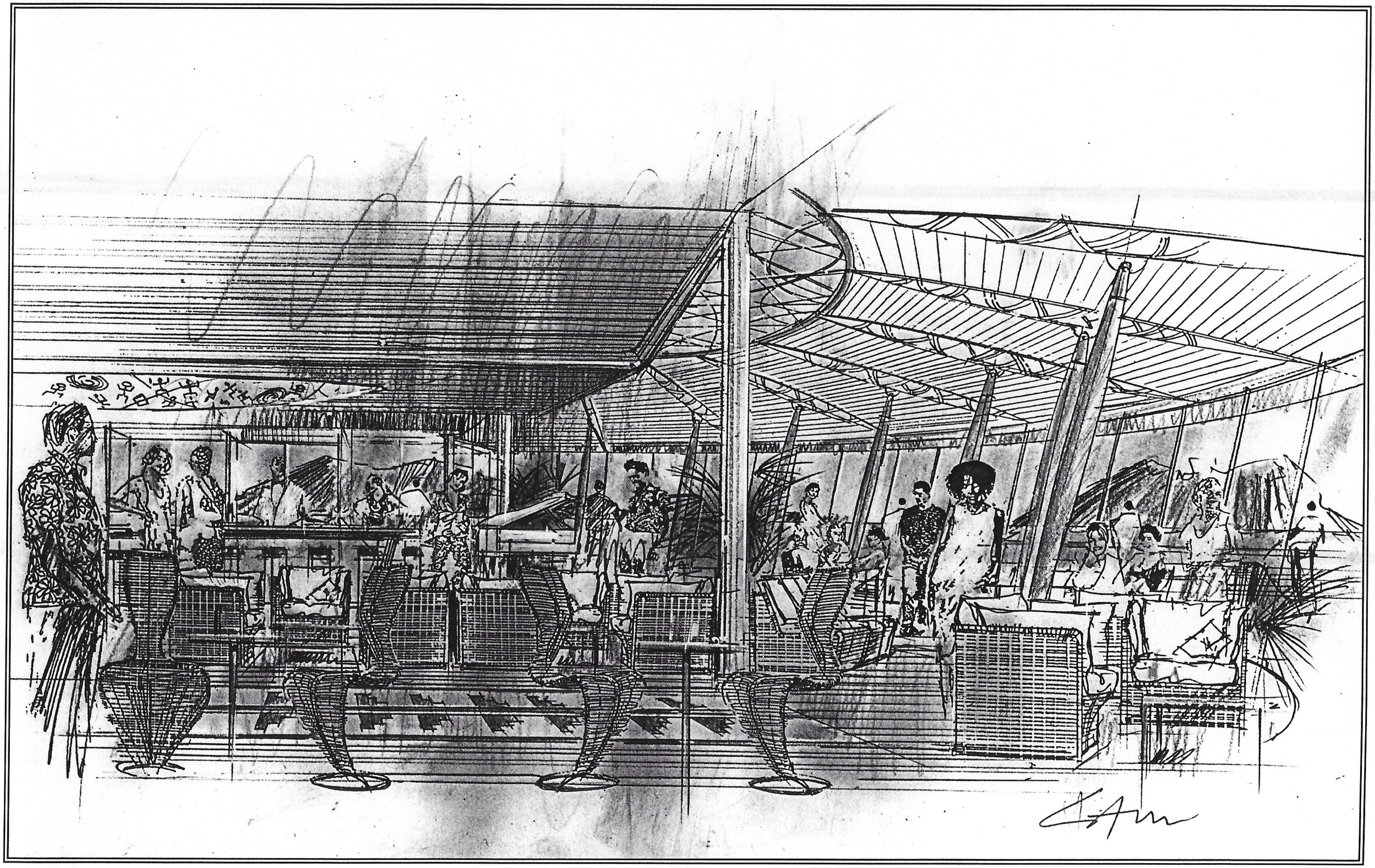
THEATER



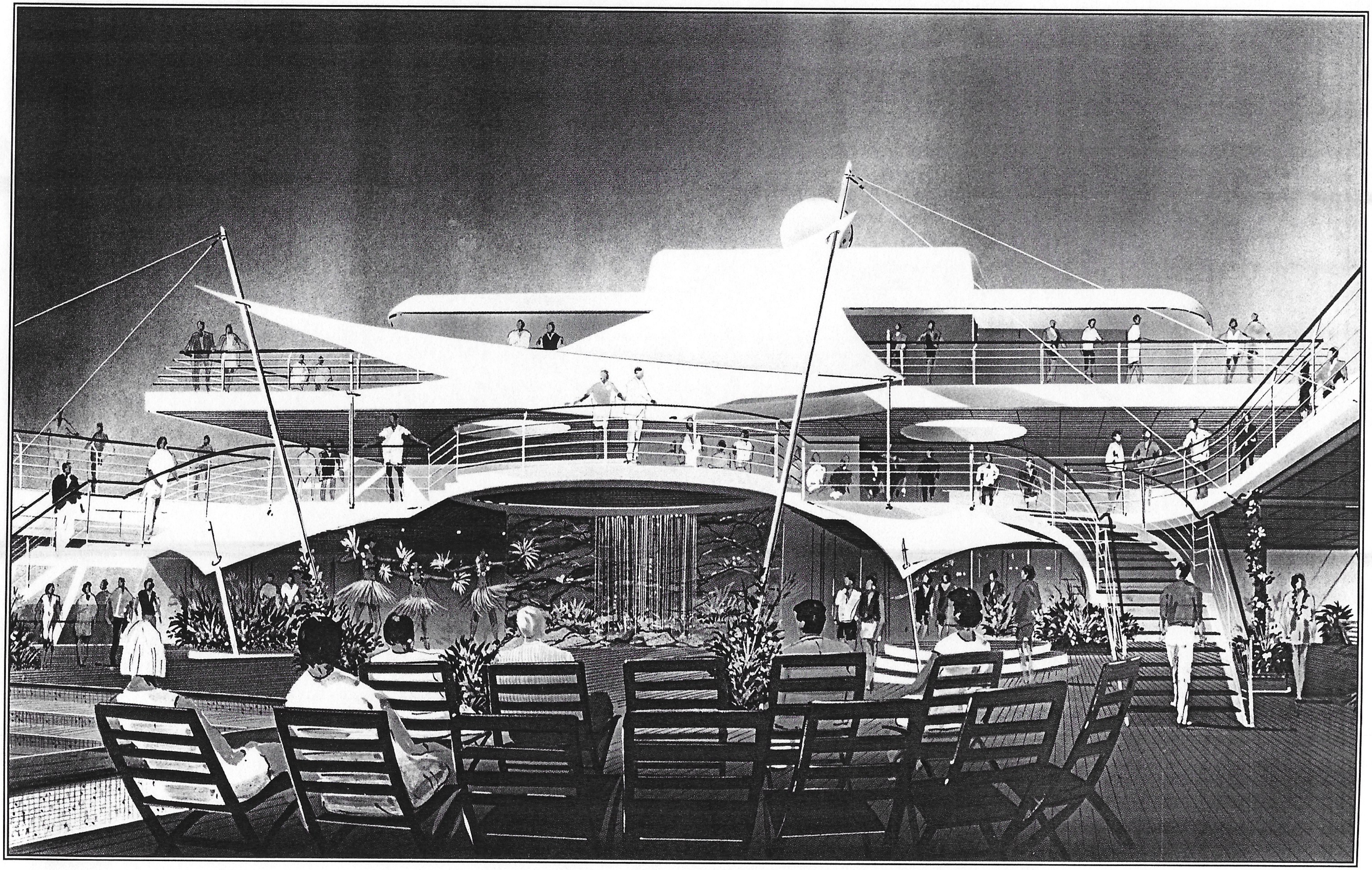
CABARET



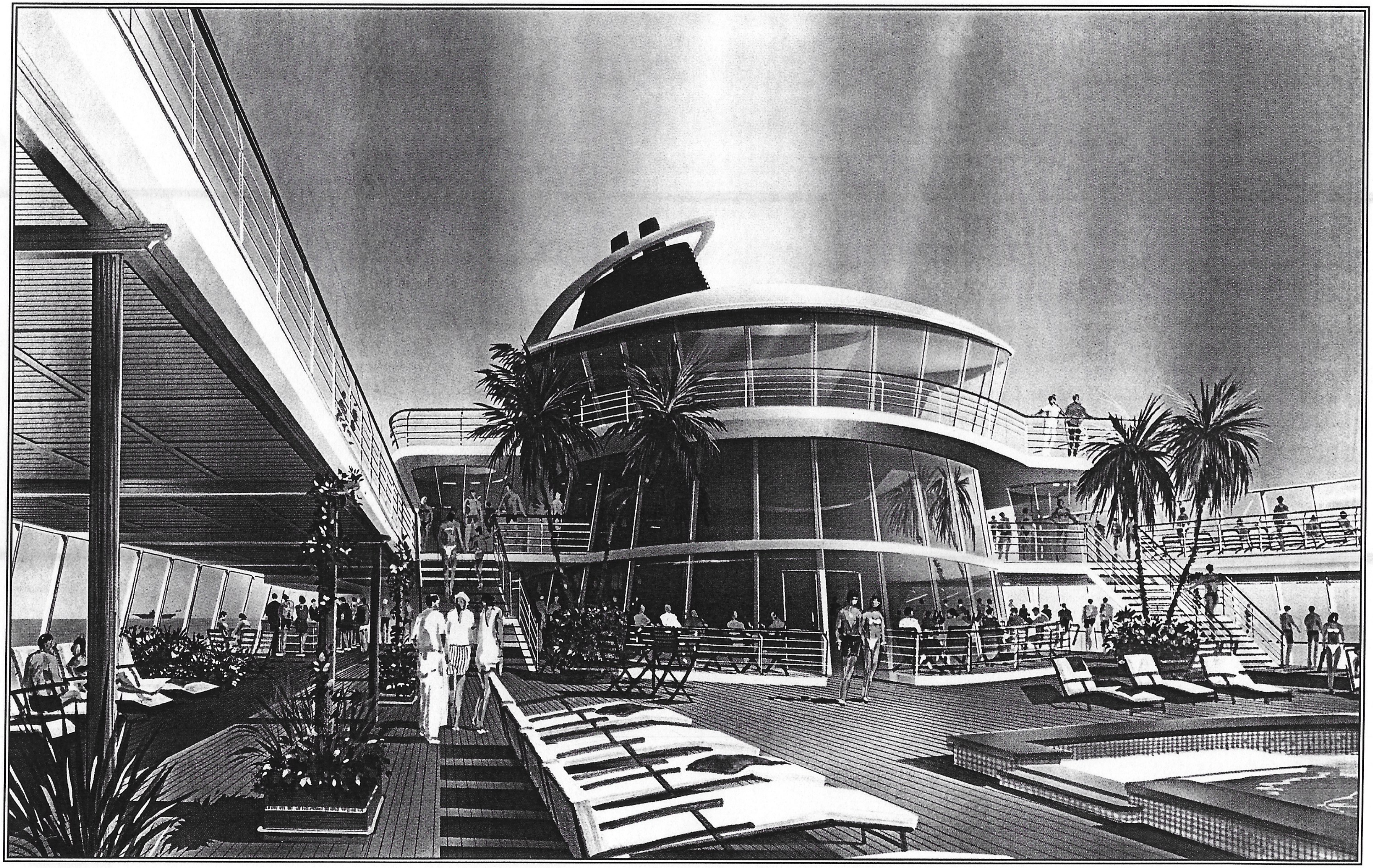
OBSERVATION LOUNGE



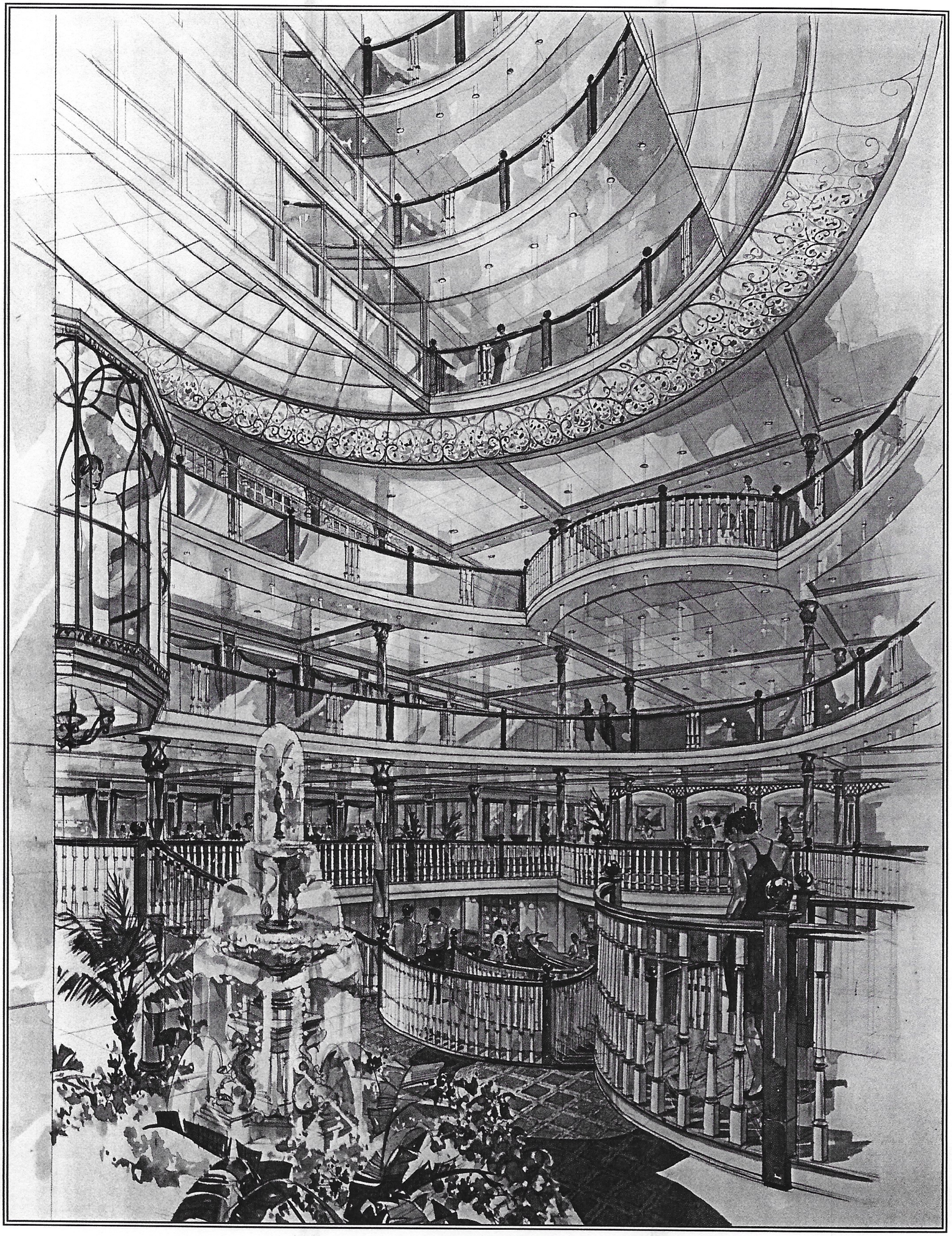
OUTDOOR PERFORMANCE STAGE



MAIN POOL DECK



ATRIUM



Projected
Manning

ENCLOSURE A.1

STAFFING NEEDS / SUMMARY OF MANNING
S.I.U.

CATEGORY	SS INDEPENDENCE NUMBER OF POSITIONS	RE-FLAG 1900 PAX NUMBER OF POSITIONS
DECK	21	24
ENGINE	34	31
STOREROOM	1	--
HOUSEKEEPING/ LAUNDRY	50	120
GALLEY	69	133
DINING ROOM	45	95
BAR	19	62
TOTAL	*239*	*465*

NOTES:

ENCLOSURE A.1

STAFFING NEEDS / S.I.U. BY DEPARTMENT

CATEGORY	SS INDEPENDENCE NUMBER OF POSITIONS	RE-FLAG 1900 PAX NUMBER OF POSITIONS
DECK:		
BOSUN	1	1
BOSUN MATE	1	1
CARPENTER JOINER	1	2
AB MAINTENANCE	3	3
AB WATCH	6	3
OS	9	14
TOTAL:	*21*	*24*
ENGINE:		
FWT	6	3
OILERS	6	3
CHIEF ELECTRICIAN	1	1
ASST ELECTRICIAN	1	2
PLUMBER	2	2
MACHINIST	1	--
CHIEF REEFER	1	1
SECOND REEFER	--	2
ENGINE STOREKEEPER	1	1
WIPER	4	3
ELECTRONIC ENG.	--	2
POLLUTION EQP. EGR.	--	2
MAINTENANCE	11	9
TOTAL:	*34*	*31*

HOUSEKEEPING/ LAUNDRY:		
BELL CAPTAINS / PORTERS	12	12
CABIN ATTENDANTS	30	101
LAUNDRY / UTILITY	8	7
TOTAL:	*50*	*120*
GALLEY:		
FIRST COOK	10	TO BE DETERMINED
SECOND COOK	14	
THIRD COOK	1	
UTILITY	44	
TOTAL:	*69*	*133*
DINING ROOM:		
WAITERS	30	79
BUS PERSONS	15	16
TOTAL:	*45*	*95*
BAR:		
BARTENDERS	5	23
BEVERAGE SERVERS	11	30
BAR UTILITY	3	9
TOTAL:	*19*	*62*
OTHER:		
STOREROOM CLERK	1	--

NOTES: